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Division of Corporations

B. GWR-813-223-9620

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**BASIC AMENDMENT**

**TRITON CAPITAL MORTGAGE, INC.**

Certificate of Status	0
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*Amendment*

*09/20/04*

*Dr-*

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**ARTICLES OF AMENDMENT TO THE  
ARTICLES OF INCORPORATION OF  
TRITON CAPITAL MORTGAGE, INC.**

\*\*\*\*\*

TRITON CAPITAL MORTGAGE, INC., a Florida corporation (the "Corporation"), hereby certifies as follows:

1. The Articles of Incorporation of the Corporation are hereby amended by deleting Article IV in its entirety and by substituting, in lieu thereof, the following:

**"ARTICLE IV**  
**CAPITAL STOCK**

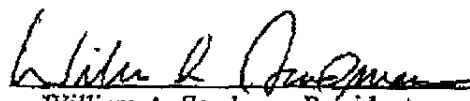
*"The aggregate number of shares of capital stock authorized to be issued by the Corporation shall be 400,000 shares of Class A common stock, each with a par value of \$.001 (the "Class A Stock"), and 2,400,000 shares of Class B common stock, each with a par value of \$.001 (the "Class B Stock"). Each share of issued and outstanding Class A Stock shall entitle the holder thereof to fully participate in all shareholder meetings, to cast one vote on each matter with respect to which shareholders have the right to vote, and to share ratably in all dividends and other distributions declared and paid with respect to the Common Stock, as well as in the net assets of the Corporation upon liquidation or dissolution. Each share of issued and outstanding Class B Stock shall entitle the holder thereof to rights identical to those granted to each share of Class A Stock, provided that no share of Class B Stock shall have the right to vote on or consent to any matter other than as required by Florida law."*

2. The foregoing amendment shall become effective as of the close of business on the date these Articles of Amendment are approved by the Florida Department of State and all filing fees then due have been paid, all in accordance with the corporation laws of the State of Florida.

3. The amendment recited in Section 1, above has been duly adopted in accordance with the provisions of §607.0821, .0704, .1003 and .1006, Florida Statutes, the shareholders and directors of the corporation having executed a written statement, dated September 1, 2004, manifesting their intention that the amendment be adopted.

IN WITNESS WHEREOF, the Corporation has caused these Articles of Amendment to be prepared under the signature of its President this 1st day of September, 2004.

TRITON CAPITAL MORTGAGE, INC.

By:   
William A. Sandman, President

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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